



BellSouth Telecommunications, Inc. 615 214-6301  
Suite 2101 Fax 615 214-7406  
333 Commerce Street  
Nashville, Tennessee 37201-3300

September 22, 1999

Guy M. Hicks  
General Counsel

REC'D TN  
REGULATORY AUTH.  
'99 SEP 24 AM 11 50

EXECUTIVE SECRETARY

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

99-00715

Re: Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and DPI-Teleconnect, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, DPI-Teleconnect, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement dated November 5, 1998. The Amendment changes the name of DPI-Teleconnect, Inc. to DPI-Teleconnect, LLC.

Thank you for your attention to this matter.

Sincerely yours,

DPI-Teleconnect, LLC

BELLSOUTH TELECOMMUNICATIONS,  
INC.

BY: \_\_\_\_\_

Kyle Dickson  
Suite 410  
2525 South Shore Blvd.  
League City, TX 77573

BY: \_\_\_\_\_

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300

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BellSouth Telecommunications, Inc.  
Suite 2101  
333 Commerce Street  
Nashville, Tennessee 37201-3300

615 214 6300  
Fax 615 214 1400

Guy M. Hicks  
General Counsel

September 22, 1999

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Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

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Pursuant to Section 252(e) of the Telecommunications Act of 1996, DPI-Teleconnect, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement dated November 5, 1998. The Amendment changes the name of DPI-Teleconnect, Inc. to DPI-Teleconnect, LLC.

Thank you for your attention to this matter.

Sincerely yours,

BELLSOUTH TELECOMMUNICATIONS,  
INC.

DPI-Teleconnect, LLC

BY: 

Kyle Dickson  
Suite 410  
2525 South Shore Blvd.  
League City, TX 77573

BY: \_\_\_\_\_

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300

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99-00715

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and DPI-Teleconnect, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~97-01362~~

99-00715

**PETITION FOR APPROVAL OF THE  
AMENDMENT TO THE RESALE AGREEMENT  
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.  
AND DPI-TELECONNECT, INC.  
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, DPI-Teleconnect, Inc. ("DPI") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Resale Agreement (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, DPI and BellSouth state the following:

1. DPI and BellSouth have successfully negotiated an agreement for the resale of BellSouth's telecommunications services to DPI. The Resale Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 9, 1997. The parties have recently negotiated an amendment to the Resale Agreement. The Amendment changes the name of DPI to DPI-Teleconnect, LLC. A copy of the Amendment is attached hereto and incorporated herein by reference.
2. Pursuant to Section 252(e) of the Telecommunications Act of 1996, DPI and BellSouth are submitting their Amendment to the TRA for its consideration and approval.
3. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and DPI within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.
4. DPI and BellSouth aver that the Amendment is consistent with the standards for approval.

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5. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

DPI and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 23rd day of September, 1999.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

DPI-TELECONNECT, LLC

By: \_\_\_\_\_

Kyle Dickson  
Suite 410  
2525 South Shore Blvd.  
League City, TX 77573  
(281) 521-2000  
Attorney for DPI

5. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

DPI and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 23<sup>rd</sup> day of September, 1999.

Respectfully submitted,

BELL SOUTHERN TELECOMMUNICATIONS, INC.

By: 

Gay M. Hicks

333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

DPI-TELECONNECT, LLC

By: 

Kyle Dickson  
Suite 410

2525 South Shore Blvd.  
League City, TX 77573  
(281) 521-2000  
Attorney for DPI

AMENDMENT TO THE  
RESALE AGREEMENT BETWEEN  
DPI- TELECONNECT, INC. AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
DATED NOVEMBER 5, 1998

Pursuant to this Agreement, (the "Amendment") DPI-Teleconnect, Inc. ("DPI") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Resale Agreement between the Parties dated November 5, 1998 ("Resale Agreement").

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. DPI has changed its said company name from DPI-Teleconnect, Inc. to DPI-Teleconnect, LLC.

The Resale Agreement is hereby amended to reflect this change.

2. All of the other provisions of the Resale Agreement, dated November 5, 1998, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

DPI-TELECONNECT, LLC

By: 

Name: Kyle Dickson

Title: Attorney

Date: 6/18/99

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

Name: Jerry D. Hendrix

Title: Senior Director

Date: 6/11/99